

### DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I declare that:

My residence, post office address and citizenship are as stated below next to my name; I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural inventors are named below) of the subject matter which is claimed and for which a patent is sought on the invention entitled: **FXR MODULATORS** the specification of which \_\_\_\_\_ is attached hereto or \_\_\_\_\_ was filed on \_\_\_\_\_ as Application No. \_\_\_\_\_ and was amended on \_\_\_\_\_ (if applicable).

I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above. I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, Section 1.56. I claim foreign priority benefits under Title 35, United States Code, Section 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed.

I hereby claim the benefit under Title 35, United States Code § 119(e) of any United States provisional application(s) listed below:

Application No.	Filing Date

**POWER OF ATTORNEY:** As a named inventor, I hereby appoint the following attorney(s) and/or agent(s) to prosecute this application and transact all business in the Patent and Trademark Office connected therewith.

Joseph R. Snyder, Reg. No. 39,381  
Eugenia Garrett-Wackowski, Reg. No. 37,330

Send Correspondence to: <b>Joseph R. Snyder</b> <b>TOWNSEND and TOWNSEND and CREW LLP</b> <b>Two Embarcadero Center, 8<sup>th</sup> Floor</b> <b>San Francisco, California 94111-3834</b>	Direct Telephone Calls to: (Name, Reg. No., Telephone No.) Name: <b>Joseph R. Snyder</b> Reg. No.: <b>39,381</b> Telephone: <b>925-472-5000</b>
-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------	-------------------------------------------------------------------------------------------------------------------------------------------------------------

Full Name of Inventor 1:	Last Name: <b>HOUZE</b>	First Name: <b>JONATHAN</b>	Middle Name or Initial:	
Residence & Citizenship:	City: <b>San Mateo</b>	State/Foreign Country: <b>California</b>	Country of Citizenship: <b>United States</b>	
Post Office Address:	Post Office Address: <b>2383 Ticonderoga Dr.</b>	City: <b>San Mateo</b>	State/Country: <b>California</b>	Postal Code: <b>94402</b>
Full Name of Inventor 2:	Last Name: <b>MCKENDRY</b>	First Name: <b>SHARON</b>	Middle Name or Initial:	
Residence & Citizenship:	City: <b>San Francisco</b>	State/Foreign Country: <b>California</b>	Country of Citizenship: <b>United Kingdom</b>	
Post Office Address:	Post Office Address: <b>231 30th Street</b>	City: <b>San Francisco</b>	State/Country: <b>California</b>	Postal Code: <b>94131</b>

Full Name of Inventor 3:	Last Name: <b>GERGELY</b>	First Name: <b>JOSHUA</b>	Middle Name or Initial: <b>P.</b>	
Residence & Citizenship:	City: <b>San Francisco</b>	State/Foreign Country: <b>California</b>	Country of Citizenship: <b>United States</b>	
Post Office Address:	Post Office Address: <b>650 Guerrero Street</b>	City: <b>San Francisco</b>	State/Country: <b>California</b>	Postal Code: <b>94110</b>
Full Name of Inventor 4:	Last Name: <b>XIA</b>	First Name: <b>YI</b>	Middle Name or Initial:	
Residence & Citizenship:	City: <b>South San Francisco</b>	State/Foreign Country: <b>California</b>	Country of Citizenship: <b>China</b>	
Post Office Address:	Post Office Address: <b>1631 Marcie Circle</b>	City: <b>South San Francisco</b>	State/Country: <b>California</b>	Postal Code: <b>94080</b>
Full Name of Inventor 5:	Last Name: <b>SHAN</b>	First Name: <b>BEI</b>	Middle Name or Initial:	
Residence & Citizenship:	City: <b>Redwood City</b>	State/Foreign Country: <b>California</b>	Country of Citizenship: <b>United States</b>	
Post Office Address:	Post Office Address: <b>349 Quay Lane</b>	City: <b>Redwood City</b>	State/Country: <b>California</b>	Postal Code: <b>94065</b>
Full Name of Inventor 6:	Last Name: <b>KAYSER</b>	First Name: <b>FRANK</b>	Middle Name or Initial:	
Residence & Citizenship:	City: <b>San Francisco</b>	State/Foreign Country: <b>California</b>	Country of Citizenship: <b>Germany</b>	
Post Office Address:	Post Office Address: <b>4150 17th Street, #25</b>	City: <b>San Francisco</b>	State/Country: <b>California</b>	Postal Code: <b>94114</b>

I further declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Signature of Inventor 1  Jonathan Houze	Signature of Inventor 2  Sharon McKendry	Signature of Inventor 3  Joshua P. Gergely
Date	Date	Date
Signature of Inventor 4  Yi Xia	Signature of Inventor 5  Bei Shan	Signature of Inventor 6  Frank Kayser
Date	Date	Date

COPY

Attorney Docket No.: 018781-005930US  
Client Reference No.: T00-009-3/US

**ASSIGNMENT OF PATENT APPLICATION**

JOINT

WHEREAS, Jonathan Houze of 2383 Ticonderoga Dr., San Mateo, California 94402; Sharon McKendry of 231 30th Street, San Francisco, California 94131; Joshua P. Gergely of 650 Guerrero Street, San Francisco, California 94110; Yi Xia of 888 Foster City Blvd., #D5, Foster City, California 94040; Bei Shan of 349 Quay Lane, Redwood City, California 94065; Frank Kayser of 4150 17th Street, #25, San Francisco, California 94114; hereinafter referred to as "Assignors," are the inventors of the invention described and set forth in the below-identified application for United States Letters Patent:

Title of Invention: FXR MODULATORS

Date(s) of execution of Declaration: 01/09/02; 01/07/02; 01/08/02;  
02/22/02; 01/09/02; 01/04/02.

Filing Date: August 31, 2001

Application No.: 09/945,293; and

WHEREAS, Tularik Inc., a corporation of the state of Delaware, located at Two Corporate Drive, South San Francisco, California 94080, hereinafter referred to as "ASSIGNEE," is desirous of acquiring an interest in the invention and application and in any U.S. Letters Patent and Registrations which may be granted on the same;

For good and valuable consideration, receipt of which is hereby acknowledged by Assignors, Assignors have assigned, and by these presents do assign to Assignee all right, title and interest in and to the invention and application and to all foreign counterparts (including patent, utility model and industrial designs), and in and to any Letters Patent and Registrations which may hereafter be granted on the same in the United States and all countries throughout the world, and to claim the priority from the application as provided by the Paris Convention. The right, title and interest is to be held and enjoyed by Assignee and Assignee's successors and assigns as fully and exclusively as it would have been held and enjoyed by Assignors had this Assignment not been made, for the full term of any Letters Patent and Registrations which may be granted thereon, or of any division, renewal, continuation in whole or in part, substitution, conversion, reissue, prolongation or extension thereof.

Assignors further agree that they will, without charge to Assignee, but at Assignee's expense, (a) cooperate with Assignee in the prosecution of U.S. Patent applications and foreign counterparts on the invention and any improvements, (b) execute, verify, acknowledge and deliver all such further papers, including patent applications and instruments of transfer, and (c) perform such other acts as Assignee lawfully may request to obtain or maintain

NOT FOR RECORDATION

Assignors hereby authorize and request Townsend and Townsend and Crew LLP, Two Embarcadero Center, 8<sup>th</sup> Floor, San Francisco, California 94111-3834, to insert herein above the application number and filing date of said application when known.

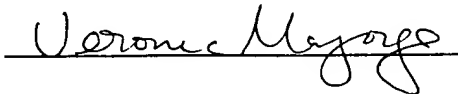
IN TESTIMONY WHEREOF, Assignors have signed their names on the dates indicated.

Dated: 1/8/02

  
Jonathan Houze

SIGNATURE WITNESSED BY:

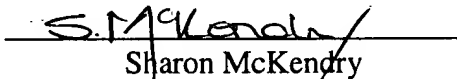
(1) Dated: 1/8/02

  
Veronica Mayorga

(2) Dated: 1/8/02

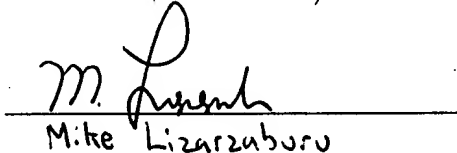
  
Richard K. Porto

Dated: 01/07/02

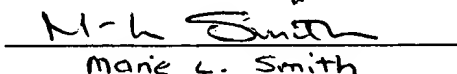
  
Sharon McKendry

SIGNATURE WITNESSED BY:

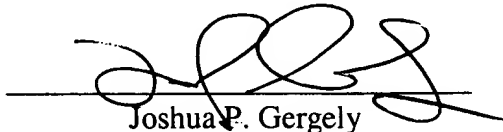
(1) Dated: 01/07/02

  
Mike Lizarzaburu

(2) Dated: 01/07/02

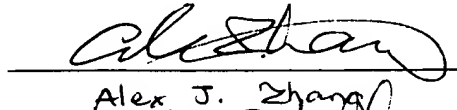
  
Marie L. Smith

01/09/2002  
Dated: 01/08/2002 JB

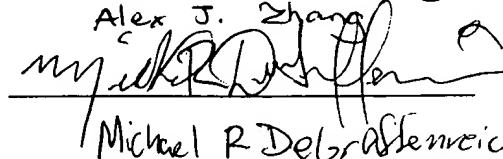
  
Joshua P. Gergely

SIGNATURE WITNESSED BY:

(1) Dated: 01/09/2002

  
Alex J. Zhang

(2) Dated: 01/09/2002

  
Michael R. DeGraffenreid